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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
	:	(Jointly Administered)
Debtors.	:	
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NOTICE OF FILING OF SIXTH AMENDMENT TO ACCOMMODATION AGREEMENT

PLEASE TAKE NOTICE that on June 12, 2009, Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and the requisite percentage of lenders (the "DIP Lenders") under their debtor-in-possession credit facility (the "DIP Facility") agreed to a sixth amendment (the "Sixth Amendment") to their accommodation agreement (as amended, the "Accommodation Agreement"). Pursuant to the Accommodation Agreement, the DIP Lenders have agreed, among other things, to allow the Debtors to continue using the proceeds of the DIP Facility and to forbear from the exercise of certain default-related remedies, in each case until June 30, 2009, subject to the Debtors' continued satisfaction of a number of covenants and conditions (the "Accommodation Period").

PLEASE TAKE FURTHER NOTICE that the Sixth Amendment provides for, among other things, an agreement by the DIP Lenders to extend certain milestones under the Accommodation Agreement relating to the Debtors' obligation to deliver a term sheet setting forth the terms of a global resolution of matters relating to General Motor Corporation's contribution to the resolution of the Debtors' chapter 11 cases. The Sixth Amendment extends from June 13 to June 20, 2009 the date on which the Accommodation Period would end if the requisite DIP Lenders have not delivered a Satisfactory Termsheet Notification (as defined in the Accommodation Agreement), which notification, under the Sixth Accommodation Amendment, would need to be delivered on or prior to June 19, 2009. The Sixth Amendment also requires that Delphi's pledges with respect to the stock of its Polish subsidiary and German subsidiary be created and perfected in accordance with the applicable laws of their jurisdictions of organization

on or before June 23, 2009. A copy of the Sixth Amendment is attached hereto as Exhibit A.

Dated: New York, New York
June 15, 2009

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